

EXHIBIT C-1

STATEMENT OF ACCOUNT

RAY QUINNEY & NEBEKER

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

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FEDERAL TAX ID NO. 87-0350651

Debtor USA Commercial Mortgage Co., et al.
Thomas J. Allison 4484 South Pecos Road
Las Vegas, NV 89121

August 31, 2006
Invoice No. *****

For Legal Services Rendered Through June 30, 2006

Matter No. 34585-00001

Case Administration

06/01/06 A Jarvis	.30	Conference with M. Olson regarding press release.
06/01/06 A Jarvis	.50	Review loan documentation, issues regarding servicing authority.
06/01/06 A Jarvis	1.30	Conference with investor regarding case issues, requested information.
06/01/06 A Jarvis	.90	Conferences with T. Allison regarding case issues, preparation for hearings.
06/01/06 A Jarvis	.50	Conference with T. Allison and investor regarding reorganization, case administration issues.
06/01/06 A Jarvis	.30	Correspondence with S. C. Strong regarding motion to hold funds, Allison declaration.
06/01/06 A Jarvis	.80	Conference with S. C. Strong regarding motion to hold funds, continuance.
06/01/06 A Jarvis	.80	Conference with S. C. Strong regarding motion to hold funds, issues relating to same.
06/01/06 A Jarvis	.30	Correspondence on Rule 2019 letter requesting information on multiple representations.

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06/01/06 A Jarvis	.50	Correspondence with investors regarding requested information.
06/01/06 A Jarvis	.50	Correspondence on document requests, production, review of documents.
06/01/06 A Jarvis	.30	Correspondence on cash forecast.
06/01/06 E Monson	.20	Follow up with C. Hurst regarding issues relating to mailing matrix (.2).
06/01/06 S Strong	2.10	Review email from A. Jarvis regarding R. 2019 disclosures required by attorneys representing more than one investor/creditor, review opposition filed by M. Guymon for various lenders, and draft letter to M. Guymon regarding same (1.3); confer with D. Monson regarding his prior communications with and information from M. Guymon and review emails exchanged (0.3); revise and finalize letter to M. Guymon regarding required disclosures and oversee transmittal of same (0.5).
06/01/06 S Strong	2.20	Exchange emails with J. McPherson regarding status of stipulation requesting continuance on Motion to Hold Funds (0.1), review various emails from parties regarding same (0.2), exchange emails with A. Jarvis regarding same (0.1), review stipulation as lodged with Court today (0.2), and exchange followup emails with L. Schwartzer regarding expectations for Judge's treatment of stipulation (0.2); continue analysis for and drafting of proposed Reply in support of motion to hold funds (1.4).
06/01/06 S Strong	1.00	T/c w/ investor M.L. Smith regarding court's ruling regarding Bundy Canyon investor funds and other issues concerning case status (0.4); review Loan Summary regarding 115 serviced loans and exchange emails with M. Olson and S. Smith regarding same (0.3); review Rule 2019 statement filed by Jones Vargas and exchange emails with A. Jarvis regarding separate representation of certain committee members (0.3).

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06/01/06 S Strong	.70 T/c w/ M. Kehl regarding status of revised 13-week cash budget (0.1); review revised budget as circulated by M. Kehl and related emails (0.6).
06/01/06 S Strong	.40 Review emails from M. Kehl, S. Smith and A. Jarvis regarding IP separation issues (0.2); forward emails to S. Tingey and discuss issues with him (0.2).
06/01/06 C Hurst	1.80 Finalize and transmit S. C. Strong ECF Application to Nevada Bankruptcy Court (.3); emails with E. A. Monson regarding master service list status (.2); email to S. Smith regarding investor address changes (.3).
06/02/06 A Jarvis	.40 Correspondence on preparation of budget.
06/02/06 A Jarvis	.80 Correspondence on Motion to Hold Funds (.5); conference with S. C. Strong regarding same (.3).
06/02/06 A Jarvis	.50 Conference with S. C. Strong regarding drafting of Motion to Hold Funds.
06/02/06 S Strong	1.90 Continue analysis for and drafting of Reply in support of motion to hold funds (0.7); confer with J. McPherson regarding status of stipulation for continuance of same (0.2); exchange emails with A. Jarvis regarding same (0.2); t/c with J. McPherson regarding courts position on stipulation and matters to be heard at 6/2/06 hearing (0.2); exchange emails with A. Jarvis regarding same (0.1); review courts order granting modified approval of stipulation concerning matters to be heard, and forward same to counsel for committees (0.3); exchange emails with A. Jarvis regarding preparations needed on motion to hold funds (0.2).
06/02/06 A Tsu	5.20 Reviewing debtor's motion to temporarily hold funds and objections to same; research same for June 5th hearing.
06/05/06 A Jarvis	.25 Conference with S. C. Strong and S. Smith regarding preparation of Statements and Schedules.

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06/06/06 A Jarvis	.40	Correspondence on press release issues.
06/06/06 S Tingey	.20	Telephone conference with M. Kehl regarding IP transition issues (0.2).
06/06/06 C Hurst	2.50	Return phone calls to investors/creditors (.4); review updated docket and download service requests and order approving master service list (1.1); e-mail correspondence with Schwartz & McPherson and E. A. Monson regarding same and begin work on master service list #2 (1.0).
06/07/06 A Jarvis	.40	Correspondence on press release issues.
06/07/06 A Jarvis	.40	Conferences with S. C. Strong regarding Committee motion.
06/07/06 D Monson	1.20	Review e-mails on press release review and content (0.2); telephone call to M. Olson on press release (0.1); e-mail to M. Olson and M. Kehl on press release content (0.2); telephone call from M. Olson on press release issues (0.2); e-mail to M. Olson on language for bankruptcy hearing and order approval process, and discuss press release issues with A. Jarvis (0.5).
06/07/06 E Monson	1.30	Attend strategy meeting with K. G. Glade, D. M. Monson, S. C. Tingey, S. C. Strong and A. W. Jarvis (1.3).
06/07/06 E Monson	.80	Review e-mails from C. Hurst regarding mailing matrix (.1); review cases on subsection 1102 (.7).
06/07/06 S Strong	1.10	Review draft list of contracts for Schedule G (0.4); t/c w/ S. Smith regarding same (0.2); confer with C. Hurst regarding details of litigation search needed for debtors SOFAs, exchange emails with her regarding same, and exchange emails with S. Smith regarding same (0.6); review docket and various matters set for 6/21 hearing, and exchange emails with M. Kehl and A. Jarvis regarding same (0.5).

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06/07/06 S Tingey	1.50 Telephone conference with M. Kehl, R. Hilson, M. Olson regarding IP Transition Services Agreement (1.10); revise IP Transition Services Agreement (0.4).
06/07/06 S Waterman	.60 Office conference with S. Strong regarding reply memorandum in support of motion to hold funds.
06/07/06 S Waterman	1.90 Preliminary review of motion to hold funds and issues.
06/07/06 C Hurst	7.24 Office conference with S. C. Strong regarding litigation search for statement of affairs; arrange for Federal Court search; search Clark County database for pending litigation (1.1); office conference with A. W. Jarvis regarding preparation for 6/15 hearing; access and update docket; update hearing binders; prepare new binders; review case cites in Lender's reply briefs (6.3); research status of Bundy Canyon order (.2); e-mail with BMC regarding master service list (.2).
06/07/06 J Zimmer	.90 PACER/Courtlink research
06/08/06 A Jarvis	.40 Correspondence on proposed budget.
06/08/06 A Jarvis	.40 Correspondence with investors regarding administrative issues.
06/08/06 A Jarvis	.50 Conferences with S. C. Strong regarding committee representation motion.
06/08/06 L Jenkins	.10 Conferences with S. Strong regarding meeting to discuss schedules issue.
06/08/06 L Jenkins	.34 Telephone conference with S. Strong and S. Smith regarding discussing various issues related to preparation of schedules.
06/08/06 L Jenkins	.14 Review schedule sent by S. Smith.
06/08/06 D Monson	.40 E-mails on draft Press Release issues, and review draft Press Release from M. Olson (0.4).

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06/08/06 S Strong	1.70	Review email from S. Smith with questions regarding legal issues in preparing debtors schedules and research and analysis of issues raised (2.2); conference with L. Jenkins regarding same (0.2); participate in teleconference with S. Smith and L. Jenkins regarding same (0.8); follow-up discussions with L. Jenkins regarding same (0.2).
06/08/06 S Strong	.30	Review draft of Master Service List #2 and exchange emails with C. Hurst regarding same.
06/08/06 S Strong	1.10	Review and list motions to be filed tomorrow and discuss same with A. Jarvis (0.3); exchange emails with L. Schwartzter and J. McPherson regarding OST issues respecting motions and hearings needed (0.3); telephone conference with J. McPherson regarding same (0.3); conference with A. Jarvis regarding same (0.2).
06/08/06 S Strong	.20	Review email from M. Kehl regarding need to file revised cash budget, and review revised budget.
06/08/06 S Strong	1.30	Review and analysis of information regarding unremitted principal problem and reconciliation of dollar amounts, and exchange emails with M. Kehl and S. Smith regarding same.
06/08/06 S Waterman	1.80	Review case law and research regarding motion to hold funds reply memo.
06/08/06 C Hurst	5.50	Return calls to creditors/investors (.6); access BMC docket; review and download new pleadings (.6); prepare updates and changes to master service list #2; discussions with E. A. Monson regarding same; e-mails with Schwartzter & McPherson regarding same (4.3).
06/09/06 A Jarvis	.20	Correspondence with J. Milanowski's counsel regarding meeting.
06/09/06 A Jarvis	.30	Correspondence on meeting with J. Milanowski.
06/09/06 L Jenkins	.24	Review issues regarding schedules.

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06/09/06 D Monson	.40	Review e-mails on proposed Press Release (0.2); telephone call from M. Olson on Press Release comments; e-mail on Press Release comments (0.2).
06/09/06 M Pugsley	.30	Review Press Releases (.3).
06/09/06 S Tingey	.80	Revise Transition Services Agreement with Investment Partners (0.8).
06/09/06 A Tsu	1.80	Reviewing cash management motion and status regarding placing funds into an interest bearing account at Bank of America (1.8).
06/09/06 C Hurst	3.04	Review litigation search results; office conference with S. C. Strong regarding same and e-mail Jo Oriti; receipt of known litigation from Jo Oriti - compare against our findings (1.1); access updated docket, download pleadings and update 6/15 hearing binders (2.5).
06/10/06 S Waterman	1.30	Review responses to motion to hold funds.
06/11/06 S Waterman	6.60	Review opposition and cases regarding motion to hold funds.
06/12/06 A Jarvis	.30	Correspondence on Order Shortening Time.
06/12/06 A Jarvis	.20	Telephone conference with T. Allison regarding meeting with J. Milanowski regarding IP pledge; motions to be filed.
06/12/06 A Jarvis	.15	Conference with S. C. Strong regarding statements and schedules.
06/12/06 A Jarvis	.90	Correspondence with investors (.4); correspondence on motions to shorten time (.5).
06/12/06 A Jarvis	.50	Conference with S. T. Waterman regarding motion to hold funds.
06/12/06 L Jenkins	.40	Review contingent liability schedule.
06/12/06 L Jenkins	.44	Review email issues from S. Smith regarding schedules.

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06/12/06 D Monson	.50	Review e-mails on posting new Motions for USA Capital website for informational purposes (0.2); review e-mails on revised drafts of Press Release, and discuss Press Release with S. Strong (0.3).
06/12/06 S Strong	.50	Meet with S. Waterman to discuss Reply regarding motion to hold funds and new objections received to same (0.3); review new objections regarding same (0.2).
06/12/06 S Strong	.30	Review Bundy Canyon order as entered and exchange emails with M. Olson regarding implementation of same.
06/12/06 S Strong	.34	Review proposed Notes to debtors schedules and statements (0.5); conference with L. Jenkins regarding same (0.1); exchange emails with S. Smith and M. Kehl regarding same (0.1).
06/12/06 S Strong	.40	Exchange emails with A. Jarvis, S. Tingey and M. Kehl regarding loan documents relating to Fertitta investments and committees request for same, and review related documents.
06/12/06 S Strong	1.40	Review and edit draft press release from M. Olson regarding 5 motions filed by debtors last week, discuss same with A. Jarvis, and review various emails and revisions regarding same.
06/12/06 S Strong	.60	Review draft of T. Allison statement for debtors website regarding motion for committee reconstitution and ECC, edit same, discuss with A. Jarvis, and review emails and revisions regarding same.
06/12/06 S Strong	1.10	Review electronic docket and prepare list for RQN team of all matters to be heard 6/506 and comments regarding same.
06/12/06 A Tsu	7.20	Research regarding equitable subrogation; drafting section regarding same for reply memo in support of debtor's motion to temporarily hold funds pending a determination of proper recipients.

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06/12/06 S Waterman	5.80	Research regarding motion to hold funds.
06/12/06 S Waterman	2.70	Revise reply memorandum on motion to hold funds.
06/13/06 A Jarvis	.20	Telephone conference with S. C. Strong regarding issues on statements and schedules.
06/13/06 L Jenkins	.44	Review and comments on notes to schedules and statement of affairs.
06/13/06 L Jenkins	.94	Review and comment on notes to schedules and statement of affairs.
06/13/06 B Kotter	.40	Follow up on hearing preparations (.1); review Court electronic filing requirements and local rules for A. W. Jarvis (.3).
06/13/06 D Monson	.20	Review e-mails on Press Release issues and timing for reports and payments to Direct Investors (0.2).
06/13/06 S Strong	1.80	Review and analysis of courts order entered granting motion to return Bundy Canyon \$8.9 million investor funds, and Orange Coast Titles refusal to return funds (0.3); review emails from A. Jarvis and M. Olson regarding status of Bundy Canyon funds to return to investors (0.1); conference with S. Smith regarding same (0.1); review and analysis of draft letter from S. Bice regarding same (0.2); telephone conference with J. McPherson regarding same (0.4); draft email to A. Jarvis regarding same (0.2); conference with M. Olson and review emails from him regarding same (0.3); review L.V. press article regarding USA case events, and exchange emails with M. Olson regarding same (0.2).
06/13/06 S Strong	3.24	Conference with S. Smith regarding status of work on debtors statements and schedules (0.5); review and edit global notes to statements and schedules, and conference with L. Jenkins regarding same (0.8); participate in meeting with S. Smith, J. Oriti, BMC personnel, R. Hilson and other USA accounting personnel to discuss issues for and drafts of statements and schedules for 5 debtor entities (3.8); research and analysis of

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various legal issues raised in connection with preparing and presenting schedules and statements for 5 debtors (1.1); telephone conference with L. Jenkins regarding same (0.3).

06/13/06 S Tingey	2.80	Revise Transition Agreement with IP (2.8).
06/13/06 S Waterman	2.40	Review and revise reply brief on motion to hold funds.
06/14/06 L Jenkins	.74	Review revised notes to schedules and statement of affairs received from S. Smith.
06/14/06 L Jenkins	.30	Conferences with S. Strong regarding discussion of and comments on notes and questions to schedules and statement of affairs.
06/14/06 M Pugsley	.40	Meeting with B. Kotter regarding subpoena (.4).
06/14/06 S Strong	3.60	Continue revising/drafting notes to Statements and Schedules (0.3); telephone conference with L. Jenkins regarding same (0.1); conference with S. Smith regarding same (0.1); conduct electronic searches regarding pending litigation involving 5 debtors and revise lists for Statements and Schedules (1.1); telephone conference with C. Hurst regarding same (0.2); conference with J. Oriti regarding same (0.1); continue to revise, expand, edit and finalize SOFA item 4.a disclosures of litigation involving 5 debtors (2.2); telephone conference with M. Pugsley regarding administrative proceedings (0.3); conference with M. Olson regarding same (0.1); circulate revised litigation disclosures with explanations to J. Oriti for inclusion in SOFAs for 5 debtors (0.2); further review and editing of Notes to Statements and Schedules for 5 debtors, discussions with S. Smith regarding same, and work with her in finalizing same (2.2); telephone conference with L. Jenkins regarding his comments to same (0.3).

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- 06/14/06 S Strong .60 Review and analysis of objections filed by Fund Committees and JV Direct Lenders to debtors motion for continued use of cash (0.3); discuss same with S. Smith (0.1); discuss same with A. Jarvis (0.2).
- 06/14/06 S Tingey 1.00 Revise Transition Services Agreement (0.7); conference with M. Pugsley regarding document issues for Transition Agreement (0.3).
- 06/14/06 C Hurst 2.00 Receipt and respond to calls from investors, claimants (.7); review, begin downloading of pleadings scheduled for June 21 hearing (.8); receipt and review of MSL #2 as filed and correspondence regarding changes (.5).
- 06/15/06 C Hurst 1.00 Access case calendar for 6/21/06 hearings; further download and organization for 6/21 hearing binders.
- 06/16/06 S Strong 1.04 Review Statements and Schedules as filed, and conference with C. Hurst regarding same (0.5); review email from S. Smith regarding same (0.1); email to RQN team regarding same (0.1); further review and analysis of same (1.4)
- 06/16/06 S Strong .70 Conference with E. Monson and D. Monson regarding results of yesterdays hearings and preparations needed for next weeks hearings (0.4); exchange emails with D. Monson, J. McPherson, and L. Schwartz regarding proposed order on PDG motion (0.2); exchange emails with D. Monson regarding preparation of other orders on hearings recently held (0.1).
- 06/16/06 C Hurst 4.60 Work on hearing binders for all matters scheduled for 6/21/06 (4.2); office conference with S. C. Strong regarding schedules and statement of affairs; instruction to copy center to download; receipt and brief review of schedules (.8).
- 06/19/06 A Jarvis .30 Correspondence with investor regarding progress of case.

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06/19/06 A Jarvis	.20	Correspondence on questions on statements and schedules.
06/19/06 A Jarvis	.50	Draft memo to working group regarding division of labor.
06/19/06 S Strong	.10	Review email from S. Smith and confer with C. Hurst regarding additional information regarding litigation matters needed for amended SOFA for USACM.
06/19/06 S Strong	.30	Confer with C. Hurst regarding motions to be heard this week and preparation of hearing binders for A. W. Jarvis (0.2); confer with A. Tsu docket search for new filings and deadlines (0.1).
06/19/06 C Hurst	7.20	Continue preparation of 6/12 hearing binders (6.3); receipt of e-mails regarding address corrections and resignation of committee members (Congress); forward to BMC (.6); office conference with S. C. Strong regarding preparing list of counsel involved in litigation as set forth in statement of affairs; begin research and preparation of same (.6).
06/20/06 E Monson	9.20	Work on reply in support of DIP Financing Motion (1.3); work on revising J. Allison Declaration (4.0); put together exhibits for T. Allison declaration (.5); proof Declaration, make additional revisions thereto and facilitate filing thereof (1.0); review order and e-mails from A. W. Jarvis on DIP Financing (.5); conference call with S. C. Strong and Ken Ottaviano regarding Order on DIP Financing (.8); follow up with J. McPherson regarding e-mails and issues on Room Development and discuss with D. M. Monson (.4); send e-mails to J. McPherson and A. Stevens and Monty Kehl regarding issues on Room Development loan (.2); follow up on Boise/Gowan loan and review operating agreement and discuss with S. C. Strong (.3); discussion with C. Hurst regarding pleadings for hearings tomorrow (.2).

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06/20/06 S Strong .40 Telephone conference with investor D. Cadieux, review USA and BMC websites for information for him, and email to him regarding telephonic participation available for tomorrows hearing (0.4).

06/20/06 C Hurst 4.24 Access docket; pull newly filed pleadings relating to 6/21 hearing; update hearing binders (2.0); assist with pulling/indexing case cites in opposition briefs (1.8); organize and tab schedule and statement of affairs binders for all cases (.9).

06/21/06 A Jarvis 1.00 Meeting with T. Allison regarding business needs, furtherance of case in light of rulings.

06/21/06 E Monson .70 Meet with S. C. Strong and D. M. Monson and discuss upcoming motions to be filed and issues related thereto.

06/21/06 S Strong 2.30 Confer with E. Monson and D. Monson regarding prepaid interest issues and loan/investor reconciliation issues to address in a motion to distribute funds (0.5); research loan documents and legal issues regarding same (1.8).

06/21/06 S Strong 1.14 Exchange emails with A. Jarvis regarding information needed for this mornings hearings (0.2); exchange emails with C. Hurst regarding information for amendments to schedules and statements, and review followup emails regarding same (0.3); exchange emails with M. Kehl regarding status of todays hearings (0.1); telephone conference with A. Jarvis regarding results of todays hearings on various motions and strategies going forward (0.7).

06/21/06 C Hurst 3.54 Access docket; obtain updated Notices of Appearance; review e-mails regarding address additions; changes and work on revisions to master service list #3; forward address changes to BMC and Mesirow (3.4); e-mail exchanges with Schwartz, McPherson & Mesirow regarding amendments to schedules, matrix (.3).

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06/22/06 E Monson	.80 Discussions with S. C. Strong regarding events at hearing and future course of action in case (.5); discussions with A. W. Jarvis regarding various issues to follow up on in case (.3).
06/22/06 C Hurst	3.30 Download further Notices of Appearance; work on master service list #3 (2.6); respond to creditor/investor inquiries (.5); e-mails to BMC with address updates (.2).
06/23/06 A Jarvis	.30 Correspondence on questions on statements and schedules.
06/23/06 A Jarvis	.80 Correspondence with investors regarding update on case issues.
06/23/06 A Jarvis	.30 Correspondence on meeting with counsel for J. Milanowski.
06/23/06 S Strong	.14 Review amendments to USACMs schedules and statements, and exchange emails with A. Jarvis and S. Smith regarding same (0.3).
06/23/06 S Strong	.40 Confer with A. Jarvis regarding case strategies going forward (0.4).
06/23/06 C Hurst	.50 Further work and follow up on addresses; notices for master service list; return calls to parties inquiring about case.
06/26/06 S Strong	.50 Confer with S. Smith regarding various case administration issues.
06/26/06 C Hurst	.30 Facilitate download and organize amendments to schedules.
06/27/06 S Clark	.50 Conference with Elaine Monson regarding privacy issues.
06/27/06 A Jarvis	.15 Correspondence on statements and schedules.
06/27/06 A Jarvis	.30 Correspondence on meeting with J. Milanowski's counsel.
06/27/06 B Kotter	.40 Legal research on 11 U.S.C. subsection 365 issues (.4).

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06/27/06 E Maragakis	.40 Telephone conference with E. Monson regarding GLB Act; research on same via Westlaw.
06/27/06 E Monson	.50 Review notices of appearance filed by US Attorney and send to C. Hurst (.1); review e-mail from C. Hurst and send reply (.1) conference with A. W. Jarvis and S. C. Strong regarding issues on distribution motion and research on electronic discovery issues (.3).
06/27/06 S Strong	2.30 Review voice message from investor (0.1); review and analysis of proposed investor statements (0.7); telephone conference with S. Smith regarding issues concerning proposed loan-by-loan investor statements (0.5); confer with A. W. Jarvis regarding same (0.2); confer with A. W. Jarvis regarding motions to be filed next week (0.1); review detailed report with investor perspective on June 15 and June 21 hearings (0.2); review electronic docket and orders entered today (0.2); review amended schedules of USA (0.3).
06/27/06 C Hurst	.14 Download amended statement of affairs.
06/28/06 A Jarvis	.15 Correspondence on statements and schedules.
06/28/06 A Jarvis	.30 Telephone conference with investor regarding distribution issues.
06/28/06 A Jarvis	.30 Conference with M. Pugsley regarding meeting with counsel for J. Milanowski, agenda regarding same.
06/28/06 A Jarvis	.30 Correspondence with B. J. Kotter on documents, privilege review.
06/28/06 E Monson	1.80 Follow up with L. Schwartz and J. McPherson regarding bar date to file claims and send e-mail to A. Parlen (.2); discussion with S. C. Strong and B. J. Kotter regarding issues on review of privileged documents (.3); additional discussion with S. C. Strong regarding review of loan files for privilege (.3); meet with G. Jolley and discuss his review of Sandlin/Sheraton loan files (.5); follow up on issues on privilege review and traveling to Las

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Vegas (.5).

06/28/06 S Strong	.50	Telephone conference with investor regarding status and events in bankruptcy case (0.3); confer with E. A. Monson regarding claims bar date issues and review emails from E. A. Monson, L. Schwartzner and J. McPherson regarding same (0.2).
06/29/06 A Jarvis	.40	Conference with counsel for J. Milanowski regarding case administrative issue.
06/29/06 A Jarvis	.30	Correspondence on orders, pending matters.
06/29/06 A Jarvis	.30	Email regarding calendaring motions, responsibility for same.
06/29/06 S Strong	.80	Review proposed orders on IP settlement, DIP financing, and cash usage, confer with A. W. Jarvis regarding same, edit same, and send edits to L. Schwartzner's office (0.8).
06/30/06 A Jarvis	.50	Correspondence on investor statements, motion to distribute funds, committee positions.
06/30/06 S Strong	.60	Review reorganization proposals from investor (0.3); telephone conference with him regarding same (0.3).
06/30/06 S Strong	1.50	Telephone conference with A. W. Jarvis regarding issues and strategies for motion to distribute funds (0.4); review prior arguments raised by various direct lenders regarding offsetting or netting amounts due to/from lenders, and research case law regarding same for motion to distribute funds (1.1).

TOTAL FOR LEGAL SERVICES RENDERED

\$39,848.50

EXHIBIT C-2

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Matter No. 34585-00002

Asset Analysis and Recovery

06/01/06 A Jarvis	.50	Conference with T. Allison and J. Milanowski regarding IP receivable, recovery of assets.
06/01/06 A Jarvis	.30	Correspondence on IP security agreement.
06/01/06 A Jarvis	.30	Correspondence on Sheraton issues.
06/01/06 S Strong	.50	Confer with K. Glade regarding current negotiations and positions on IP asset pledge (0.2); review revised drafts of IP promissory note and security agreement circulated by K. Glade (0.2); review followup emails from T. Allison and A. Jarvis regarding same (0.1).
06/02/06 A Jarvis	.50	Review IP security agreement; conference with K. G. Glade regarding same.
06/03/06 K Glade	1.50	Telephone call with T. Allison and J. Milanowski regarding IP documents (0.3); revise IP documents (0.9); draft related e-mails (0.3).
06/03/06 A Jarvis	.40	Telephone conference with K. G. Glade regarding IP security interest.

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06/05/06 K Glade 2.80 Telephone call with A. Jarvis and T. Allison regarding IP documents (0.2); e-mails from J. Milanowski regarding changes to IP documents (0.2); telephone call with B. Goold regarding changes to IP documents (0.3); telephone call with T. Allison regarding changes to IP documents (0.2); telephone calls with S. Strong regarding IP documents (0.2); review B. Goold revisions to IP documents (0.3); make additional changes (0.3); related e-mails (0.2); review Rio Rancho request for discounted payoff (0.2); telephone call with M. Olson regarding Foxhill's request for title transfer (0.2); review Foxhill's documentation (0.2); conference with D. Monson regarding Gramercy subordination issue (0.2); conference with S. Tingey regarding Foxhill's issue (0.1).

06/05/06 A Jarvis 1.00 Conference with T. Allison and A. Steven regarding IP security agreement negotiations (.2); meeting with J. Milanowski and T. Allison regarding IP security agreement (.8).

06/05/06 S Strong 1.00 Confer with T. Allison and A. Jarvis regarding status of IP security agreement (0.1); participate in meeting with T. Allison and J. Milanowski regarding same and related issues (0.8); t/c w/ K. Glade regarding same (0.1).

06/05/06 S Tingey .90 Review information regarding Sheraton Partners loan; draft information letter to investors regarding same.

06/06/06 A Jarvis .90 Conferences with K. G. Glade regarding IP security interest, negotiations with Ashby, proposal by Ashby regarding payoff of loans, requested release of security interest.

06/06/06 S Strong .30 Review latest draft of IP security agreement and confer with K. Glade regarding same (0.2); review final changes to IP security agreement and email from K. Glade with executed copies of promissory note and security agreement (0.1).

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06/06/06 S Tingey	1.10	Revise memo regarding Sheraton Hotel (0.5); memo to A. W. Jarvis regarding same (0.3); review information regarding standard property loan and borrowers request (0.3).
06/06/06 G Jolley	.30	Meeting with E. Monson for research of collections issues regarding the judgment obtained by Winder & Haslam.
06/07/06 A Jarvis	.50	Correspondence on potential Royal Hotel sale.
06/07/06 S Strong	.60	Review K. Glades email regarding Oak Mesa loan issues and pending sale of Royal Hotel (0.2); review state-court pleadings regarding Royal Hotel pending sale and email regarding same (0.4).
06/08/06 A Jarvis	.50	Correspondence on IP security agreement.
06/08/06 A Jarvis	.20	Conference with B. Kotter regarding IP security agreement approval.
06/08/06 B Kotter	3.00	Conference with A. W. Jarvis regarding Motion to Approve Security Agreement (.2); conference with K. G. Glade regarding same (.2); drafting of Motion to Approve and Authorize Security Agreement (2.6).
06/08/06 S Strong	.20	Review K. Glade's comments regarding proposed press release regarding IP pledge and exchange emails with A. Jarvis and K. Glade regarding same.
06/09/06 A Jarvis	.50	Correspondence on potential sale of Royal Hotel.
06/09/06 A Jarvis	.30	Correspondence on IP security agreement issues.
06/09/06 S Strong	1.50	Review draft of motion to approve IP pledge and conference with B. Kotter regarding edits to same (0.3); review revised draft of motion, conference with K. Glade regarding same, review K. Glade's further edits to same, make final revisions to motion, assemble exhibits for same, and transmit same to local counsel for filing today (1.2).

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06/12/06 A Jarvis	.50	Correspondence on Royal Hotel.
06/12/06 A Jarvis	.40	Correspondence on IP security agreement negotiations.
06/12/06 A Jarvis	.30	Correspondence on meeting with J. Milanowski regarding IP security agreement.
06/12/06 G Jolley	.80	Draft letter to J. Holt of Winder & Haslam requesting file for collections case; meet with E. Monson regarding the same.
06/13/06 K Glade	2.10	Revise summary regarding IP documentation (0.2); draft e-mail regarding 10-90 documents (0.7); conference call with A. Jarvis and others regarding 10-90 documents (0.6); draft memo regarding IP UCC search results (0.6).
06/14/06 S Finlinson	2.40	Conference with Kevin Glade regarding Operating Agreement for Oak Mesa Investors, LLC; review Operating Agreement in detail and outline the provisions for Allocation of Profits and Losses and Distribution of Case; report results of research to Kevin.
06/14/06 K Glade	1.90	E-mail regarding Oak Mesa proposal (0.1); telephone call with Diversified Committee counsel regarding 10-90 (0.3); subsequent e-mail to client (0.1); e-mails regarding issues on 10-90 loan (0.2); conference with S. Tingey regarding Epic loan, BySynergy loan, Sheraton loan, Beau Rivage, Fiesta McNaughton loan and other problem credits (0.4) e-mails to S. Tingey regarding supporting documentation (0.2); telephone call with A. Jarvis regarding Oak Mesa proposal and Diversified issues (0.2); conference with S. Finlinson regarding Oak Mesa operating agreement (0.4).
06/14/06 A Jarvis	.40	Conference with T. Allison and J. Milanowski regarding IP pledge.
06/14/06 G Jolley	.10	Arrange pick-up of files from Winder & Haslam from collection case.

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06/15/06 K Glade	1.50 Draft e-mail regarding 10-90 loan (0.6); telephone calls with co-counsel regarding 10-90 loan and relationship to IP security agreement (0.9).
06/16/06 K Glade	.70 Conference with S. Tingey regarding Epic loan documentation (0.3); review updated Oak Mesa sale proposal (0.4).
06/16/06 A Jarvis	1.30 Meeting with J. Milanowski and counsel regarding IP security interest, various litigation issues.
06/16/06 S Strong	2.80 Conference with S. Tingey and A. Jarvis regarding problems with Epic loan (0.3); review possible causes of action against Tree Moss regarding Epic loan, discuss same with S. Tingey (1.2); telephone conference with J. Hermann, counsel for Diversified Committee, and S. Tingey, regarding Epic loan problems (0.7); further research and analysis of Epic loan issues and discussions with S. Tingey regarding same (0.6).
06/16/06 S Tingey	3.60 Review information regarding lease or sublease to IP (0.2); conference with S. Strong regarding EPIC Resorts loan (0.2); telephone conference with A. Jarvis and S. Strong regarding EPIC Resorts (0.2); obtain information regarding EPIC Resorts (0.4); review EPIC bankruptcy pleadings and analyze claims v. Tree Moss (2.1); telephone conference with J. Hermann, attorney for Diversified Fund regarding EPIC loan (0.3); conference with S. Strong regarding EPIC (0.2).
06/16/06 G Jolley	.20 Meeting with Elaine Monson regarding collection file from Winder & Haslam.
06/19/06 A Jarvis	.40 Correspondence with K. G. Glade regarding IP UCC filings, IP security interest and 10-90 loan.
06/19/06 A Jarvis	.30 Correspondence with K. G. Glade regarding IP security interest.

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06/19/06 S Tingey 1.50 Telephone conference with title company regarding HFA/Asylum (0.2); review issues regarding EPIC Resorts (0.2); conference with S. Waterman regarding EPIC (0.2); conference with S. Strong and A. Jarvis regarding EPIC (0.2); telephone conference with J. Hermann and S. Strong regarding EPIC (0.3); draft Complaint v. Tree Moss regarding EPIC (0.4).

06/20/06 S Tingey 4.90 Draft Complaint v. Tree Moss regarding EPIC Resorts (3.80); telephone conference with title company regarding Windham (0.2); assemble and transmit information to title company (0.5); telephone conference with J. Hermann, attorney for Fund regarding Sheraton loan (0.2); conference with S. Strong regarding Sheraton loan (0.2).

06/21/06 S Strong .90 Confer with S. Tingey and K. Glade regarding Diversified loan portfolio issues (0.2); review emails from D. Monson and J. McPherson regarding status of PDG order (0.1); further research regarding bankruptcy causes of action for same (0.6).

06/23/06 S Strong .70 Review voicemail from S. Ostrow, Liberty Bank counsel regarding status of proposed order on IP pledge (0.1), review Liberty Banks objection and related filings regarding same (0.3), and t/c w/ S. Ostrow regarding same (0.3).

06/27/06 G Jolley 1.00 Review file from Winder & Haslam.

06/28/06 K Glade .80 Draft e-mail to B. Goold regarding LLC consents on IP security interest (0.3); review Order regarding IP security interest (0.2); e-mails regarding IP information (0.3).

06/28/06 G Jolley 3.20 Review notes and correspondence from USA Capital v. Sandlin collection case received from Winder & Haslam (volumes 1 through 4); meet with E. Monson regarding preparation of memo summarizing results and reasoning of the collection case.

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06/29/06 K Glade 1.30 Review updated Oak Mesa agreement (0.7);
review Oak Mesa LLC operating agreement
(0.4); e-mail from A. Jarvis regarding Oak
Mesa (0.1); review order on IP documents
(0.1).

06/29/06 E Monson .20 Follow up with G. Jolley regarding additional
follow up on Sandlin loan (.2).

06/30/06 S Strong .10 Email to L. Schwartz regarding Liberty
Bank's interest in reviewing proposed order
on IP settlement (0.1).

TOTAL FOR LEGAL SERVICES RENDERED

\$13,713.50

EXHIBIT C-3

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Debtor USA Commercial Mortgage Co., et al.
Thomas J. Allison 4484 South Pecos Road
Las Vegas, NV 89121

August 11, 2006
Invoice No. *****

For Legal Services Rendered Through June 30, 2006

Thomas J. Allison

Matter No. 34585-00003

Asset Disposition

06/26/06 A Jarvis	5.50 Meeting with potential purchaser of businesses.
06/29/06 A Jarvis	.20 Correspondence on potential sale of business.

TOTAL FOR LEGAL SERVICES RENDERED

\$1,795.50